1236144

SEC 1972 Potential persons who are to respond to the collection of information contained in this (6-02) form are not required to respond unless the form displays a currently valid OMB control number.

ATTENTION

dure to file notice in the appropriate states will not result in a loss of deral exemption. Conversely, failure to file the appropriate federal will not result in a loss of an available state exemption state emption unless such exemption is predicated on the filing of a federal notice.

RECEIVED

MAY 27 2003

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

FORM D

NOTICE OF SALE OF SECURITIES
PURSUANT TO REGULATION D,
SECTION 4(6), AND/OR
UNIFORM LIMITED OFFERING EXEMPTIO

OMB APPROVAL
OMB Number: 3235-0076
Expires: May 31, 2005
Estimated average burden hours per response 1

SEC USE ONLY					
Prefix		Serial			
DAT	E RECEI	VED			

	CESSE
Name of Offering ([] check if this is an amendment and name has changed, and indicate change. Performance Home Buyers LLC Preferred Units	28 2003
Filing Under (Check box(es) that apply): [] Rule 504 [] Rule 505 [] Section 4(6) [] Ulapply [] Rule 505 [] Rule 505 [] Section 4(6) [] Ulapply [] Rule 505 [] Rule 505 [] Section 4(6) [] Ulapply [] Rule 505 [] R	AND WAS COM
Type of Filing: [X] New Filing [] Amendment	
A. BASIC IDENTIFICATION DATA	
Enter the information requested about the issuer	
Name of Issuer ([] check if this is an amendment and name has changed, and indiciate change.) Performance Home Buyers LLC	and authorized party and the second production of the second party and t
Address of Executive Offices (Number and Street, City, State, Zip Code) (Including Area Code) 4130 Linden Avenue, Dayton, Ohio 45432 937-298-2	
Address of Principal Business Operations (Number and Street, City, State, Zip Code) Telephone No (Including Area Code) (if different from Executive Offices)	umber

Brief Description of Business

Acquire, rehab and sell residential single-family real estate.

Type of Business Organiz [] corporation	ation $[\hspace{1em}]$ limited partnership, already formed $[\hspace{1em}]$ other (please specify):
[] business trust	[] limited partnership, to be formed limited liability
	Month Year
	of Incorporation or Organization: $[0]8$ $[0]0$ $[x]$ Actual $[x]$ Estimated on or Organization: (Enter two-letter U.S. Postal Service abbreviation for State: CN for Canada; FN for other foreign jurisdiction) $[0][H]$

GENERAL INSTRUCTIONS

Federal:

Who Must File: All issuers making an offering of securities in reliance on an exemption under Regulation D or Section 4(6), 17 CFR 230.501 et seq. or 15 U.S.C. 77d(6).

When to File: A notice must be filed no later than 15 days after the first sale of securities in the offering. A notice is deemed filed with the U.S. Securities and Exchange Commission (SEC) on the earlier of the date it is received by the SEC at the address given below or, if received at that address after the date on which it is due, on the date it was mailed by United States registered or certified mail to that address.

Where to File: U.S. Securities and Exchange Commission, 450 Fifth Street, N.W., Washington, D.C. 20549.

Copies Required: Five (5) copies of this notice must be filed with the SEC, one of which must be manually signed. Any copies not manually signed must be photocopies of manually signed copy or bear typed or printed signatures.

Information Required: A new filing must contain all information requested. Amendments need only report the name of the issuer and offering, any changes thereto, the information requested in Part C, and any material changes from the information previously supplied in Parts A and B. Part E and the Appendix need not be filed with the SEC.

Filing Fee: There is no federal filing fee.

State:

This notice shall be used to indicate reliance on the Uniform Limited Offering Exemption (ULOE) for sales of securities in those states that have adopted ULOE and that have adopted this form. Issuers relying on ULOE must file a separate notice with the Securities Administrator in each state where sales are to be, or have been made. If a state requires the payment of a fee as a precondition to the claim for the exemption, a fee in the proper amount shall accompany this form. This notice shall be filed in the appropriate states in accordance with state law. The Appendix in the notice constitutes a part of this notice and must be completed.

A. BASIC IDENTIFICATION DATA

2. Enter the information requested for the following:

- Each promoter of the issuer, if the issuer has been organized within the past five years;
- Each beneficial owner having the power to vote or dispose, or direct the vote or disposition of, 10% or more of a class of equity securities of the issuer;
- Each executive officer and director of corporate issuers and of corporate general and managing partners of partnership issuers; and

• Each general and managing partner of partnership issuers.

Check Box(es) that Apply:	[x] Promoter	[] Beneficial Owner	[] Executive Officer	[] Director [x]	General and/or Managing
of Performar	nce Home E	•	- · · · · · · ·		Partner of LLC
Full Name (Last name Performance		•			
Business or Residence	e Address (Nur	mber and Street, Ci	ty, State, Zip Code)	
4130 Linden	Avenue, I	Dayton, Ohio	45432		
Check Box(es) that Apply:	[] Promoter	Owner	[X] Executive Officer	[] Director []	General and/or Managing Partner
of Performan					
Full Name (Last name		ıal) 			4 or <u>1</u> 5, 11, 5 or 15
Business or Residence	e Address (Nur	mber and Street, C	ity, State, Zip Code)	
4130 Linden	Avenue, I	Dayton, Ohio	45432		
Check Box(es) that Apply:	-	Owner	[X] Executive Officer	[] Director [] General and/or Managing Partner
of Performar					
Full Name (Last name Porter, E. F		ual)		. 3.	* :
Business or Residence	•		•	9)	
Check Box(es) that Apply:	[] Promoter	[χ] Beneficial Owner	[] Executive Officer	[] Director [] General and/or Managing
of Performac	ce Home B	yers LLC		·	Partner
Full Name (Last name	first, if individu	ıal)			ilt.
Julian, Pete	er E.				
Business or Residence	e Address (Nu	mber and Street, C	city, State, Zip Code	∍)	
4130 Linden	Avenue, I	Dayton, Ohio	45432		
Check Box(es) that Apply: of Performan		[X] Beneficial Owner Buvers, LLC	[] Executive Officer	•] General and/or Managing FPartner allower
Full Name (Last name					32 - 22
Porter, E. I		uai)			
Business or Residence		mber and Street (City State Zin Cod	<u> </u>	
	•	Dayton, Ohic	-	6)	
Check Box(es) that	[] Promoter	[X] Beneficial	[] Executive	[] Director [General and/or
of Performan	nce Home	Buyers, LLC		(state)	to di

Each general a	and managing partner of partners	ship issuers.	
Check Box(es) that Apply: of Performa	[]Promoter[]Beneficial Owner ance Home Buyers In	[K] Executive Officer	[] Director [] General and/or Managing Partner
Full Name (Last name	e first, if individual)		
Hawkins, Wa	ayne		
	e Address (Number and Street, n Avenue, Dayton, Oh	•	de)
Check Box(es) that Apply:	[] Promoter [] Beneficial Owner	[] Executive Officer	[] Director [] General and/or Managing Partner
Full Name (Last name	e first, if individual)		£ • •
Business or Residence	e Address (Number and Street,	City, State, Zip Coo	de)
Check Box(es) that Apply:	[] Promoter [] Beneficial Owner	[] Executive Officer	[] Director [] General and/or Managing Partner
Full Name (Last name	e first, if individual)		
Business or Residence	e Address (Number and Street,	City, State, Zip Coo	de)
Check Box(es) that Apply:	[] Promoter [] Beneficial Owner	[] Executive Officer	[] Director [] General and/or Managing Partner
Full Name (Last name	e first, if individual)		e Et
Business or Residence	ee Address (Number and Street,	City, State, Zip Coo	de)
Check Box(es) that Apply:	[] Promoter [] Beneficial Owner	[] Executive Officer	[] Director [] General and/or Managing
Full Name (Last name	e first, if individual)	All Annual A	
Business or Residence	e Address (Number and Street,	City, State, Zip Coo	de)
Check Box(es) that	[] Promoter [] Beneficial	[] Executive	[] Director [] General and/or

Apply:					Owner		Offic	er			Mana Partn	
	me (Last llapla)							_ :
Busine	ss or Res	idence	Addres	s (Numb	per and	Street, C	ity, State	, Zip Co	de)			
41	30 Lin	den	Avenu	e, Da	yton,	Ohio	4543	32				
Apply:	Box(es)			•	Owner	•	[] Exe Office		[] Dir	ector [] Gene Mana Partn	
	me (Last				 -						_ 	
	ntingt				*							
	ss or Res	den	Avenu	e, Da	yton,	Ohio	454	32				
	(U	se bla	nk shee	t, or co	py and i	use addi	itional c	opies of	this shee	et, as no	ecessa	ry.)
a thig				В	. INFOR	MATION	I ABOUT	OFFER	RING		. Ded	Eur 10
	the issue	er sold,							ed investor			es No X
2. Whi	at is the n	ninimur						_	der ULOE dual?		\$	25,000
						•		•	•••••			es No
4. Enter directly connersor the na	er the info y or indire ction with n or agent me of the	ormatio ectly, and sales tof a be broke	n reques ny comm of securi roker or r or deal	sted for nission of ities in the dealer re er. If mo	each pe or simila he offeri egistere ore than	rson who r remune ng. If a p ld with th five (5) p	has been to had be	en or will r solicita be listed nd/or wit o be liste	l be paid o tion of pur d is an ass th a state o ed are ass r that brok	r given, chasers ociated or states ociated	in s, list] [X]
Full Na	ame (Last	name	first, if ir	ndividua	1)							
Busine	ess or Res	sidence	Addres	s (Num	ber and	Street, C	City, State	e, Zip Co	ode)		na ya M	<u> </u>
Name	of Associ	ated B	roker or	Dealer		<u> </u>				· ·		
	in Which ck "All S [AK]								sers [FL] [MI]	[[GA] [MN]		States [ID] [MO]

i uli inc	ime (Las	st name	first, if ir	ndividua	1)							
3usine	ss or Re	esidence	e Addres	s (Numi	per and S	Street, C	ity, State	, Zip Cod	de)			
Name	of Assoc	ciated B	roker or	Dealer								
								Purchas	ers	······································	1 4 11 0	1 - 1
•)			l] All S	
[AL]	[AK]	[AZ]	[AR]	[CA]	[CO]	[CT]	[DE]	[DC]	[FL]	[GA]	[HI]	[ID]
(IL) [MT]	[IN]	[IA]	[KS] [NH]	[KY]	[LA]	[ME]	[MD]	[MA]	[MI]	[MN]	[MS]	[MO]
[IVIT] [RI]	[NE] [SC]	[NV] [SD]	[TN]	[NJ] [TX]	[NM] [UT]	[NY] [VT]	[NC] [VA]	[ND] [WA]	[OH] [WV]	[OK] [WI]	[OR] [WY]	[PA] [PR]
Full Ns	ame (La	et name	firet if i	ndividua	1)							
	•				•							
								t Purcha	sers	<u></u>	1 44 6	
(Cne)		, e	[] All S	
	[AK]	[AZ]	[AR]	[CA]	[CO]	[CT]	[DE]	[DC]	[FL]	[GA]	[HI]	
[AL]	-	fl A 3	[K6]	ri/V1	[] A1	IN ALES	[MID]	TA 4 A 1	TRAIN	CLARAT	TN 4 C 1	[ID]
[AL] [IL]	[IN]	[IA]	[KS]	[KY] [N.1]	[LA]	[ME]	[MD]	[MA]	[MI]	[MN]	[MS]	[MO]
[AL] [IL] [MT]	-	[IA] [NV] [SD]	[KS] [NH] [TN]	[KY] [NJ] [TX]	[LA] [NM] [UT]	[ME] [NY] [VT]	[MD] [NC] [VA]	[MA] [ND] [WA]	[MI] [OH] [WV]	[MN] [OK] [WI]	[OR]	
	[IN] [NE] [SC]	[NV] [SD]	[NH] [TN]	[NJ] [XT]	[NM] [UT]	[VT]	[NC] [VA]	[ND] [WA]	[OH] [WV]	[OK] [WI]	[OR] [WY]	[MO] [PA]
[AL] [IL] [MT]	[IN] [NE] [SC]	[NV] [SD]	[NH] [TN]	[NJ] [XT]	[NM] [UT]	[VT]	[NC] [VA]	[ND]	[OH] [WV]	[OK] [WI]	[OR] [WY]	[MO] [PA]
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[AL] [IL] [MT] [RI] 1. Entrand the street the co	[IN] [NE] [SC] (C. (er the age total acransacti	[NV] [SD] Use bla OFFERI ggregate imount a ion is an elow the	[NH] [TN] Ink sheet NG PRI offering already so exchange amount	[NJ] [TX] et, or co	[NM] [UT] ppy and MBER O of securit ter "0" if ing, checking	[NY] [VT] use add of INVESties inclusions were inclusional to the control of the	[NC] [VA] litional of the state of the stat	[ND] [WA] copies of EXPENS is offerin or "zero indicate	[OH] [WV] f this sho	[OK] [WI] eet, as n	[OR] [WY]S	[MO] [PA] % [RR]

Type of Security	Aggregate Offering Price	Amount Already Sold
Debt	\$	\$
Equity	\$0	\$
[] Common [] Preferred		
Convertible Securities (including warrants)	\$ O 1 1 1	\$
Partnership Interests	\$	\$
Other (Specify Preferred LLC Units).	\$1,000,000	\$_125,000
Total	\$1,000,000	\$ 125,000

Aggregate

Answer also in Appendix, Column 3, if filing under ULOE.

2. Enter the number of accredited and non-accredited investors who have purchased securities in this offering and the aggregate dollar amounts of their purchases. For offerings under Rule 504, indicate the number of persons who have purchased securities and the aggregate dollar amount of their purchases on the total lines. Enter "0" if answer is "none" or "zero."

	Number Investors	Dollar Amount of Purchases
Accredited Investors	1	\$ 125,000
Non-accredited Investors	0	\$ 0
Total (for filings under Rule 504 only)		\$
Answer also in Appendix, Column 4, if filing under ULOE.		

3. If this filing is for an offering under Rule 504 or 505, enter the information requested for all securities sold by the issuer, to date, in offerings of the types indicated, the twelve (12) months prior to the first sale of securities in this offering. Classify securities by type listed in Part C-Question 1.

Type of offering	Type of Security	Dollar Amount Sold
Rule 505		\$
Regulation A		\$
Rule 504		\$
Total	\$ 1.5 mg + \$ 4	\$

4. a. Furnish a statement of all expenses in connection with the issuance and distribution of the securities in this offering. Exclude amounts relating solely to organization expenses of the issuer. The information may be given as subject to future contingencies. If the amount of an expenditure is not known, furnish an estimate and check the box to the left of the estimate.

Transfer Agent's Fees	113 0
Printing and Engraving Costs	[X]\$ 250
Legal Fees	[X]\$ 6,000
Accounting Fees	[]\$
Engineering Fees	[]\$
Sales Commissions (specify finders' fees separately)	[]\$
Other Expenses (identify)	[]\$
Total	[]\$

b. Enter the difference between the aggregate offering price given in response to Part C - Question 1 and total expenses furnished in response to Part C - Question 4.a. This difference is the "adjusted gross proceeds to the issuer."

\$ 993,750

Lyberol Securica

5. Indicate below the amount of the adjusted gross proceeds to the issuer used or proposed to be used for each of the purposes shown. If the amount for any purpose is not known, furnish an estimate and check the box to the left of the estimate. The total of the payments listed must equal the adjusted gross proceeds to the issuer set forth in response to Part C - Question 4.b above.

		Payments to Officers, Directors, & Affiliates	Payments
Salaries and fees		[] \$	[] \$
Purchase of real estate	•••••	[] 0	[] O
Purchase, rental or leasing and installation of machinery and equipment		[] \$	[] \$
Construction or leasing of plant buildings and fa	cilities	[] \$	[] \$ 0
Acquisition of other businesses (including the vascurities involved in this offering that may be unexchange for the assets or securities of another pursuant to a merger)	ısed in r issuer	[] 0	[]
Repayment of indebtedness		[] ^O	[] 230,000 \$
Working capital		[]	[] 193,750
Other (specify): Deposits at Banks		[] 0	[] 270,000
Loans and/or distributions to Members		№ 300,000 № 300,000	§ 0 § 693,750
Column Totals Total Payments Listed (column totals added)		\$ <u></u>	
D. FEDER	RAL SIGNATURE		····
The issuer has duly caused this notice to be signed by filed under Rule 505, the following signature constituted Securities and Exchange Commission, upon written rany non-accredited investor pursuant to paragraph (by the security of the s	es an undertaking by the equest of its staff, the ir	e issuer to furnish iformation furnishe	to the U.S.
legues (Print or Tune)	Cignoture	Date	
Issuer (Print or Type) Performance Home Buyers LLC	Signature	5	116/03
Name of Signer (Print or Type)	Title of Signer (Print or Type) President of Performance Home Buyers, Inc.		
E. Randall Porter	Manager of Perform		

E. STATE SIGNATURE

ATTENTION

Intentional misstatements or omissions of fact constitute federal criminal violations. (See 18 U.S.C. 1001.)